

## BHADRESH K. SHAH

"9A", Ashok Vatika No. 1, Ambali Bopal Road, Bopal, AHMEDABAD – 380 058

**Format for disclosures under Regulation 10(5) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

|   |  |
|---|--|
| 1. Name of the Target Company (TC)  | AIA Engineering Ltd.   |
| 2. Name(s) of the acquirer  | Bhadresh K. Shah   |
| 3. Whether acquirer (s) is promoter of the TC prior to the transaction. If not, nature of relationship or association with the TC or its Promoters  | Yes, Promoter  |
| 4. Details of the Proposed acquisition  |  |
| a. Name of the person(s) from whom shares are to be acquired  | Bhadresh K. Shah - HUF   |
| b. proposed date of acquisition   | 15.09.2014   |
| c. Number of Shares to be acquired from each person mentioned in 4(a) above   | 18502025   |
| d. Total shares to be acquired as % of share capital of TC  | 19.62%   |
| e. Price at which shares are proposed to be acquired  | NIL – being received by way of / under Deed of Partition of HUF  |
| f. Rationale, if any, for the proposed transfer   | being acquired on account of Partition of HUF  |
| 5. Relevant sub-clause of regulation 10(a)(1) under which the acquirer is exempted from making the open offer.  | 10 (1)(a) (ii)   |
| 6. If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the Stock Exchange where the maximum volume of trading in the shares of the TC are recorded during such period. | Yes, Rs.795.10 per Share   |
| 7. If in-frequently traded, the price as determined in terms of Clause (e) of sub-regulation (2) of Regulation 8  | N.A.   |
| 8. Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in Point 6 or Point 7 as applicable.  | Since the above shares will be acquired on account of Partition of HUF, there will no acquisition price and hence question of higher price by more 25% does not arise. |

## BHADRESH K. SHAH

"9A", Ashok Vatika No. 1, Ambali Bopal Road, Bopal, AHMEDABAD – 380 058

// 2 //

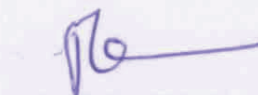
|  |   |                                    |                                |                                    |
|--|---|------------------------------------|--------------------------------|------------------------------------|
| 9. Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997) | The transferor and Transferee have complied with the provisions of SEBI (SAST) Regulations. |                                    |                                |                                    |
| 10. Declaration by the Acquirer that all the conditions specified under Regulation 10 (1) (a) with respect to exemption has been duly complied with.   | Yes all the conditions specified under Regulation 10 (1) (a) has been complied with.        |                                    |                                |                                    |
| 11. Shareholding Details   | Before the proposed Transaction   |                                    | After the proposed Transaction |                                    |
|  | No of Shares Held   | % w.r.t. total share capital of TC | No of Shares Held              | % w.r.t. total share capital of TC |
| a. Acquirer & PAC (Other than seller)*   |   |                                    |                                |                                    |
| (i) Bhadresh K. Shah – Promoter  | 39618505  | 42.00                              | 58120530                       | 61.62                              |
| (ii) Bhadresh K. Shah & Gita B. Shah – PAC   | 8370  | 0.01                               | 8370                           | 0.01                               |
| (iii) Bhumika Shah   | 10010   | 0.01                               | 10010                          | 0.01                               |
| (iv) Khushali Shah   | 10005   | 0.01                               | 10005                          | 0.01                               |
| (v) Gita B. Shah   | 5   | 0.00                               | 5                              | 0.00                               |
| <b>TOTAL</b>   | <b>39646895</b>   | <b>42.03</b>                       | <b>58148920</b>                | <b>61.65</b>                       |
| b. Seller (s) –Bhadresh K. Shah – HUF - PAC  | 18502025  | 19.62                              | NIL                            | NIL                                |

### Note:

- (\*) Shareholding of each entity may be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

Place: Ahmedabad

Date: 08/09/2014



(Bhadresh K. Shah)